

PERRY BARRY W  
Form 5  
February 12, 2007

# FORM 5

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person \*  
PERRY BARRY W

2. Issuer Name and Ticker or Trading Symbol  
ARROW ELECTRONICS INC  
[ARW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)

ARROW ELECTRONICS, INC., 50 MARCUS DRIVE

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Reporting

(check applicable line)

MELVILLE, NY 11747

(City) (State) (Zip)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)<br>(A) or (D) Price | 5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|-----------------------------------|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 2270 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security | 2. Conversion | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount of Underlying Security |
|---------------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|--|
|---------------------------------|---------------|--------------------------------------|-------------------------------|----------------|-----------|---|--|

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| (Instr. 3)   | or Exercise<br>Price of<br>Derivative<br>Security |   | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |   | (Month/Day/Year) |              | (Instr. 3 and 4) |     |
|--|---|---|-------------------------|--------------------|---|---|------------------|--------------|------------------|-----|
|  |   |   |                         |                    |   |   | (A)              | (D)          |                  |     |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 17.4375  | Â | Â                       | Â                  | Â   | Â | 01/25/2000       | 01/25/2009   | Common<br>Stock  | 15  |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 18.125   | Â | Â                       | Â                  | Â   | Â | 05/14/2000       | 05/14/2009   | Common<br>Stock  | 4   |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 33.6875  | Â | Â                       | Â                  | Â   | Â | 05/23/2001       | 05/23/2010   | Common<br>Stock  | 4   |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 26.52  | Â | Â                       | Â                  | Â   | Â | 05/11/2002       | 05/11/2011   | Common<br>Stock  | 4   |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 26.23  | Â | Â                       | Â                  | Â   | Â | 05/23/2003       | 05/23/2012   | Common<br>Stock  | 4   |
| Non-Employee<br>Directors Plan<br>Stock Option<br>(right to buy) | \$ 16.51  | Â | Â                       | Â                  | Â   | Â | 05/23/2004       | 05/23/2013   | Common<br>Stock  | 4   |
| Phantom Stock  | Â   | Â | Â                       | Â                  | Â   | Â | Â <u>(1)</u>     | Â <u>(1)</u> | Common<br>Stock  | 6,3 |
| Restricted<br>Stock Units  | Â   | Â | Â                       | Â                  | Â   | Â | Â <u>(2)</u>     | Â <u>(2)</u> | Common<br>Stock  | 4,8 |

## Reporting Owners

| Reporting Owner Name / Address           | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| PERRY BARRY W<br>ARROW ELECTRONICS, INC. | Â X           | Â         | Â       | Â     |

50 MARCUS DRIVE  
MELVILLE, NY 11747

## Signatures

Lori McGregor  
Attorney-in-fact

02/12/2007

\_\_\_\_\_\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Phantom Stock settled by issuance of shares of Common Stock on a one-for-one basis following (i) termination of services as a Director, (ii) the occurrence of an unforeseeable emergency or (iii) a change in control.
- (2) Restricted Stock Units settled by (i) the issuance of shares of Common Stock on a one-for-one basis following termination of services as a Director, or (ii) payment of the fair market value of an equivalent number of shares of common stock following a change of control.

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